

AGENDA

WILLIAM SHORE MEMORIAL POOL DISTRICT BOARD of COMMISSIONERS

Clallam County Courthouse, Room 160

Port Angeles, Washington

April 23, 2019

3:00 p.m.

COMMISSIONERS

CHERIE KIDD, ANNA MANILDI, BILL PEACH, RANDY JOHNSON, MICHAEL MERIDETH

REQUEST FOR MODIFICATIONS/APPROVAL OF AGENDA

PUBLIC COMMENT – Agenda Items Only

ACTION ITEMS

- 1a Special Minutes of April 4, 2019
- 1b Minutes of March 26, 2019
- 1c Resolution 2-2019. A Resolution to Amend the William Shore Memorial Pool District By-Laws (Attached)
- 1d Approval of Code of Conduct for CDBG Grant Requirements (Attached)

ITEMS FOR DISCUSSION

- 2a Executive Director Report
- 2b Financial Report
- 2c Staff Report
- 2d Advisory Committee Report

PUBLIC COMMENT

NEXT MEETING DATE

The next WSMPD meeting will be held on May 28, 2019 at 3:00 p.m. in the Clallam County Commissioners Board Room, Room 160.

ADJOURNMENT

SPECIAL MINUTES

WILLIAM SHORE MEMORIAL POOL DISTRICT BOARD of COMMISSIONERS

Clallam County Courthouse, Room 160

Port Angeles, Washington

April 4, 2019

5:15 p.m.

COMMISSIONERS

CHERIE KIDD, ANNA MANILDI, BILL PEACH, RANDY JOHNSON, MICHAEL MERIDETH

CALL TO ORDER, PLEDGE OF ALLEGIANCE, ROLL CALL

Commissioner Cherie Kidd called the meeting to order at 5:15 p.m. Also present were Commissioners Manilidi, Johnson and Peach. Commissioner Merideth was not present.

REQUEST FOR MODIFICATIONS/APPROVAL OF AGENDA

ACTION TAKEN: CRJm to approve agenda, CBPs, mc

PUBLIC COMMENT – Agenda Items Only

None

ACTION ITEMS

- 1a Approve GC/CM Contract (#CN-2019-05) with Neeley Construction for ordering Steel and CLT.

Steven Burke discussed the details of the contract and answered questions from the board.

ACTION TAKEN: CRJm to approve Executive Director, Steven Burke, to sign contract (#CN-2019-05) with Neeley Construction in the amount of \$670,009.14 after modifications, CBPs, mc

PUBLIC COMMENT

None

NEXT MEETING DATE

The next WSMPD meeting will be held on April 23, 2019 at 3:00 p.m. in the Clallam County Commissioners Board Room, Room 160.

ADJOURNMENT

Cherie Kidd adjourned the meeting at 5:38 p.m.

PASSED AND ADOPTED this twenty-third of April, 2019

William Shore Memorial Pool District Commissioners

Cherie Kidd, President

ATTEST;

Rachelle Sires, CLerk

1b

MINUTES

WILLIAM SHORE MEMORIAL POOL DISTRICT BOARD of COMMISSIONERS

Clallam County Courthouse, Room 160

Port Angeles, Washington

MARCH 26, 2019

3:00 p.m.

COMMISSIONERS

CHERIE KIDD, ANNA MANILDI, BILL PEACH, RANDY JOHNSON, MICHAEL MERIDETH

CALL TO ORDER, PLEDGE OF ALLEGIANCE, ROLL CALL

Commissioner Cherie Kidd called the meeting to order at 3:00 p.m. Also present were Commissioners Manildi, Peach, Johnson, and Merideth.

REQUEST FOR MODIFICATIONS/APPROVAL OF AGENDA

ACTION TAKEN: CRJm to approve agenda with the addition of 1a(a), CBPs, mc

PUBLIC COMMENT – Agenda Items Only

None

ACTION ITEMS

- 1a (a) Notice of Change in Terms of Providing Financial Advice.
Steven Burke and the board discussed the management of financial information and how they can assist Steven in the process. They discussed steps that have currently been taken; including the hiring of a new bookkeeper, allocating certain bookkeeping duties to qualified staff within the organization, and the process of hiring a Treasurer.
- 1a Minutes of February 26, 2019.
ACTION TAKEN: CRJm to approve, CBPs, mc
- 1b Approval of Public Works Contract (CN-2019-03) for General Contractor for Horizon Center Relocation.
Steven Burke explained that this contract pertains to the prep and post-move work completed by the General Contractor.
ACTION TAKEN: CAMm to approve Executive Director to sign the contract with Aldergrove Construction for \$270,012.00 plus sales tax, CBPs, mc
- 1c Approval of Public Works Contract (CN-2019-04) for Horizon Center House Moving.
Steven Burke explained that this contract pertains to the physical transfer of the house. He is working with the finance committee on builders insurance.
ACTION TAKEN: CRJm to approve Executive Director to sign contract with DB Davis for \$72,829.00, CMMs, mc 67,000

ITEMS FOR DISCUSSION

- 2a Executive Director Report
Steven Burke presented an accounting overview of the expansion project and answered questions from board. He also explained that all permits and documents concerning the project have been filed.

2b Financial Report
None

2c Staff Report

Jessica Compton shared:

- Home Show – positive feedback from people. They handed out their new tokens with logo, which comes with 1 free swim pass.
- YMCA planning to come for registration days for current members to be able to utilize their facility during WSMP closure. They will be waiving member sign-up fees.
- May 19th - free swim and ice cream party.
- Group and private swim lessons will continue through April.
- Cardboard Boat Races was March 16th – 21 teams participated.
- April 13th - Underwater Egg Hunt
- May 24th, 6:00 p.m. – Dog Swim.
- Spring Break Camp, 40 kids currently signed up.

2d Advisory Committee Report

Greg Shield, 537 W. 7th Street – A few members of the committee were not able to attend the meeting. Jessica updated the members, including the success of the home show. They discussed the alternatives for pool users during the closure.

PUBLIC COMMENT

NEXT MEETING DATE

The next WSMPD meeting will be held on April 23, 2019 at 3:00 p.m. in the Clallam County Commissioners Board Room, Room 160.

ADJOURNMENT

Cherie Kidd adjourned the meeting at 4:04 p.m.

PASSED AND ADOPTED this twenty-third of April, 2019

William Shore Memorial Pool District Commissioners

Cherie Kidd, President

ATTEST;

Rachelle Sires, Clerk

William Shore Memorial Pool District

225 E. 5th St.
Port Angeles, WA 98362
360-417-9767

COMMISSIONERS

RANDY JOHNSON, BILL PEACH, ANNA MANILDI, CHERIE KIDD, MICHAEL MERIDETH

RESOLUTION 2-2019

A RESOLUTION AMENDING THE BYLAWS OF THE WILLIAM SHORE MEMORIAL POOL DISTRICT

RECITALS

1. The William Shore Memorial Pool District (the "District"), is a duly organized and legally existing metropolitan park district organized under Chapter 35.61 RCW, and a "municipal corporation" of the State of Washington, incorporated pursuant to an approving vote of its residents on May 19, 2009 and certified on June 3, 2009. The District is located entirely within the County and is governed by a Board of District Commissioners (the "Board").
2. The Board deems it to be in the best interests of the District that the following actions be taken by the Commissioners pursuant to this Resolution;

NOW, THEREFORE, BE IT RESOLVED that, pursuant to applicable law, the undersigned, being all of the Commissioners of the District hereby consent to, approve, and adopt the following:

AMENDMENT OF BYLAWS:

1. Article 1 Names, of the Bylaws of the District is hereby amended to include the District doing business as the Shore Metro Park District (SMPD);
2. All references to "WSMPD" are hereby changed to "SMPD"; and
3. Article 8: Committees, is hereby amended to remove the term limits for the volunteers whom serve on the Citizens Advisory Committee.

BE IT FURTHER RESOLVED that all other provisions of the Bylaws as adopted shall remain in effect and the foregoing amendment shall be incorporated into the standing Bylaws of the District.

ADOPTED by the Board of the William Shore Pool District at a regular meeting on the date below. This resolution shall be in full force and effect after its adoption.

PASSED AND ADOPTED this 22 day of April 2019

WSMPD BOARD OF COMMISSIONERS

ATTEST:

Rachelle Sires, Clerk

Cherie Kidd, President

Approved as of Form: CM
Craig Miller, District Council

WILLIAM SHORE MEMORIAL POOL DISTRICT BYLAWS

ARTICLE 1 NAMES

The name of this Metropolitan Park District is William Shore Memorial Pool District doing business as Shore Metro Park District ("District" or "SMPD"). The name of the governing Board is the William Shore Memorial Pool District Board of Commissioners ("Board"). All actions of the District may be performed using the name "SMPD".

ARTICLE 2 ROLE AND PURPOSE

The Role and Purpose of the District is to discharge its responsibilities for providing pool facilities as a public service to the residents of the geographic areas included within SMPD's boundaries, which are also the boundaries of the Port Angeles School District.

ARTICLE 3 ORGANIZATION

The District is organized under and in conformity with the constitution and laws of the State of Washington, specifically Chapter 35.61 RCW (Metropolitan Park Districts) as now enacted or as it may hereafter be amended.

ARTICLE 4 GOVERNING BODY

4.1 The Board shall consist of FIVE (5) members who shall be appointed in accordance with the following process:

4.1.1 The City Council of Port Angeles annually shall appoint two members of the SMPD Board. These two members shall be members of the Port Angeles City Council.

4.1.2 The Clallam County Board of Commissioners shall annually appoint two members to the SMPD Board. These two members shall be members of the Clallam County Board of Commissioners.

4.1.3 The four Board members selected in accordance with Paragraphs (a) and (b) shall select by nomination and motion, the fifth Board member. That person shall be an elector and resident of the Port Angeles School District area. The person may be, but is not required to be, a member of the City Council of Port Angeles or the Clallam County Board of Commissioners. The fifth Board

member will be appointed to a THREE (3) year term(s). Individual Board members shall hereafter be referred to as Commissioners.

- 4.2 **Vacancies.** Any vacancy in a position held by a member of the Port Angeles City Council or the Clallam County Board of Commissioners shall be filled by appointment by the appropriate legislative body. Any vacancy in the fifth board member position shall be filled pursuant to the provisions of RCW Chapter 42.12 as now enacted or as it may hereafter be amended. Vacancies shall be filled only after solicitation of applications and interviews of the candidates by the Board.
- 4.3 **Compensation.** Commissioners shall receive no compensation but may be reimbursed for actual expenses as approved by a majority vote of the other FOUR (4) members of the Board of Commissioners.

ARTICLE 5 ELECTED OFFICERS

- 5.1 **Officers.** During the first regular meeting in January, the Board shall accept nominations and elect from its members a Chair and Vice-Chair, which will fulfill the role of President and Clerk in accordance with RCW 35.61.120, and other officers as it may determine it requires who shall hold office until their successors have been duly elected.
- 5.2 **Chair.** The Chair shall be the presiding officer at meetings of the Board, and will assure that an agenda is provided for each meeting and that the meeting will be conducted in accordance with the agenda. The Chair shall act as a spokesperson for the Board, and can sign all resolutions, contracts and other instruments on behalf of the Board and as authorized by the Board. The Chair may vote on any issue that comes before the Board, and must vote to break a tie.
- 5.3 **Vice-Chair.** The Vice-chair shall assume the responsibilities and duties of the Chair in the absence or disability of the Chair.

ARTICLE 6 APPOINTED OFFICERS

- 6.1 **Attorney.** The Board shall appoint, at a regular meeting, an attorney who shall advise the Board and its appointed officers on legal matters and represent the District in all such matters.
- 6.2 **Treasurer.** The Board shall appoint, at a regular meeting, a Treasurer who shall advise the Board and its appointed officers on financial matters and represent the District in all such matters.

ARTICLE 7

POWERS AND DUTIES OF THE BOARD

- 7.1 **POWERS AND DUTIES.** The Board shall have all the powers and duties as authorized by RCW 35.61.
- 7.2 **DISTRICT GOALS AND OBJECTIVES.** The Board shall establish Goals and Objectives which will establish a long-range plan in relation to the District's facility needs. In addition to facilities, the plan/goals and objectives should consider programs and the financing necessary to achieve these goals. The Goals and Objectives shall be reviewed annually and modified by the Board to reflect needed changes perceived in the District.
- 7.3 **DISTRICT POLICIES AND RULES.** The Board shall adopt policies and rules as necessary for the operation of its facilities. These policies may include the following:
- a. Rules of conduct for patrons of the District's facilities.
 - b. The relationship of the Director to the Board and the responsibilities of the Director to the Board and District operation.
 - c. Policies concerning the administration of the District's personnel and general personnel policy.
 - d. Hours of operation, maintenance and closures.
 - e. The financial policy of the District as authorized by RCW 35.61 and to establish an annual budget and rates for the use of the District facilities.

ARTICLE 8 COMMITTEES

- 8.1 **GENERAL PROVISIONS.** Generally, the Board acts as a committee of the whole. The Chair may recommend the creation of *ad hoc* committees to facilitate the conduct of the Board's affairs. Members of *ad hoc* committees will be nominated by the Chair and appointed by the Board.
- 8.2 **CITIZENS' ADVISORY COMMITTEE.** The purpose of this committee is to provide comment and advice to the Board relating to the policies of the Board and to the operation and maintenance of the District's facilities. This committee shall consist of up to SEVEN (7) persons, each of whom shall be a resident of the Port Angeles School District area. Membership terms on the committee shall be THREE (3) years in length. In order to preserve continuity, terms may be set for varying lengths so that vacancies occur in staggered years. The committee

shall meet at least quarterly. The Board shall consider, but is not bound by, comment and advice given to the Board by the committee.

ARTICLE 9 MEETINGS OF THE BOARD OF COMMISSIONERS

- 9.1 **GENERAL PROVISIONS.** The SMPD is a Washington Municipal Corporation, and is subject to RCW Chapter 42.30, The Open Public Meetings Act, RCW Chapter 42.23, the Code of Ethics for Municipal Officers, and RCW Chapter 42.56, the Public Record Act. as each is now enacted or as it may hereafter be amended.
- 9.2 **REGULAR MEETINGS.** Regular business meetings of the Board will be held on the fourth Tuesday of each month at 3:00 PM in Room 160 of the Clallam County Courthouse, Port Angeles, Washington.
- 9.2.1 **CONFLICT OF INTEREST.** Any Commissioner who has an interest in a contract or other transaction with the District or who has any other type of situation vis-à-vis the District which would be construed by a judge or jury applying the "reasonable person" standard as a conflict including, but not limited, to family relationships, shall make a full, frank and prompt disclosure to the Board prior to taking part in the discussion and vote in the matter at issue. Such disclosure shall include any relevant information and material facts known to the Commissioner concerning the potential conflict of interest which might reasonably be construed to affect the person's participation in the matter at issue.
- 9.2.2 **DISQUALIFICATION.** The remaining members of the Board shall determine by majority vote whether the disclosure shows that a conflict of interest exists or can reasonably be construed to exist. If the conflict is deemed to exist, the Commissioner shall not vote on, use personal influence in, nor participate in discussions or deliberations with respect to the matter at hand. Such Commissioner shall not be counted in determining whether or not a quorum exists. The minutes shall reflect that the Commissioner made the disclosure, abstained from voting and whether or not a quorum was present at the time of the action.
- 9.3 **SPECIAL MEETINGS.** Special meetings may be called according to the provisions of RCW 42.30.080 as now enacted or as it may hereafter be amended.
- 9.4 **EXECUTIVE SESSIONS.** The Board may hold Executive Sessions for all purposes authorized by RCW 42.30.110 as now enacted or as it may hereafter be amended.

9.5 **QUORUM.** A majority of the members of the Board will constitute a quorum. An absolute majority of FOUR (4) members of the Board shall be required for approval of the following actions:

a. Adoption or amendment of the bylaws.

b. Levy of any tax.

c. Selection and removal of the Director.

9.6 **PARLIAMENTARY PROCEDURE.** Deliberations of the Board shall be governed by Parliamentary Rules and Procedures contained in the most recent edition of Roberts Rules of Order, Revised where those rules are not inconsistent with these Bylaws.

ARTICLE 10 AMENDMENTS

10.1 These Bylaws may be amended by resolution of the Board at a regular meeting.

Adopted this _____ day of _____ 2019.

WILLIAM SHORE MEMORIAL POOL DISTRICT COMMISSIONERS

Cherie Kidd
Commissioner

Michael Merideth
Commissioner

Bill Peach
Commissioner

Randy Johnson

Commissioner

Anna Manildi
Commissioner

ATTEST:

Rachelle Sires, Clerk of the Board

CODE OF CONDUCT

William Shore Memorial Pool District

STANDARDS OF CONDUCT

PURPOSE

The purpose of the Standards of Conduct is to ensure the efficient, fair and professional administration of federal grant funds in compliance with 2 CFR 200.318 and other applicable federal and state standards, regulations, and laws.

APPLICATION

Standards of Conduct applies to all elected officials, employees or agents of William Shore Pool District engaged in the selection, award or administration of contracts supported by federal grant funds.

REQUIREMENTS

No elected official, employee or agent of William Shore Pool District shall participate in the selection, award or administration of a contract supported by federal grant funds, if a conflict of interest, real or apparent, would be involved. Such a conflict would arise when:

- the employee, elected official, or agent;
- any member of his/her immediate family;
- his/her partner; or
- an organization which employs, or is about to employ any of the above, has a financial or other interest in or tangible personal benefit from, the firm considered for contract.

The William Shore Pool District elected officials, employees or agents shall neither solicit nor accept gratuities, favors, or anything of monetary value from contractors, potential contractors or subcontractors.

REMEDIES

To the extent permitted by federal, state or local laws or regulations, violation of these standards may cause penalties, sanctions or other disciplinary actions to be taken against William Shore Pool District elected officials, employees or agents, or the contractors, potential contractors, subcontractors or their agents.

Signed and Approved by the William Shore Pool District Board of Commissioners on 4-22-2019.

Cherie Kidd, Chair

Randy Johnson, Vice Chair

Bill Peach

Anna Manildi

Michael Merideth

ATTEST: _____
Rachelle Sires, Clerk of the Board